

12-06-2006 11:22am From-LEWIS COUNTY CLERK AND MASTER

9317966017

T-729 P.002/004 F-431

**IN THE CHANCERY COURT OF LEWIS COUNTY
AT HOHENWALD, TENNESSEE**

IN RE:

SENTINEL TRUST COMPANY

Case No. 4781

**ORDER APPROVING DISTRIBUTION REGARDING NICEVILLE, FLORIDA
DEFAULTED BOND ISSUE AND FOR ENTRY OF AN ORDER AS
FINAL PURSUANT TO RULE 54.02 TENN.R.CIV.P.**

On October 20, 2006, the Sentinel Trust Receiver ("Receiver") filed a Motion requesting the Court 1) to approve the distribution regarding the City of Niceville, Florida Industrial Development Refunding Revenue Bonds (Okaloosa Health Care, Ltd. Facility) Series 1992 ("Niceville Bond Issue"), as well as other matters in conjunction with that proposed distribution and 2) to have the Order of Court issued in relation to that Motion be entered as a Final Order pursuant to Rule 54.02 Tenn.R.Civ.P. Pursuant to Order of Court entered on August 8, 2006, responses in opposition to this Motion were due on or before Tuesday, October 31, 2006. This filing deadline was clearly noted on the first page of the Motion itself. No response in opposition has been filed in relation to this Motion within the time allowed.

Accordingly, upon consideration of the Receiver's Motion, the absence of opposition and the record, the Court approves the distribution in relation to the Niceville Bond Issue as set forth in Exhibit 3 to the Motion. The Court further approves the future pro rata distribution to the Niceville Bond Issue bondholders of the amounts received in recognition of the \$68,625.35 amount that should have been on deposit in the Pooled Fiduciary Account for the Niceville Bond

FILED Dec 6 2006
at 9:45 A.M.
JANET WILLIAMS, Jr. Clerk
BY Janet Williams

12-06-2006 11:22am From-LEWIS COUNTY CLERK AND MASTER

9317966017

T-729 P.003/004 F-431

Issue at the time of the institution of the Receivership and any amounts received from the pending claim in the Spartanburg class action settlement proceedings.

The Court further approves the Receiver's recommendation not to pursue any claim as against Emerald Pointe with regard to the Niceville Bond Issue.

Finally, the Court finds that certainty as to the distribution is needed by the bondholders that will receive the distribution. The Court, thus, finds that there is no just reason for delay in the entry of this Order as a final, appealable order regarding the matters covered herein and expressly directs that this Order be entered as such. Rule 54.02 Tenn.R.Civ.P.


It is so ORDERED, this the 4th day of ^{December}~~November~~, 2006.



Hon. Jerry Scott
Sitting by Appointment

Submitted for Approval

JERRY SCOTT
SENIOR JUDGE
Sitting by designation
pursuant to Tenn Code
Ann SEC. 17-2-304



J. Graham Matherne, #11294
WYATT, TARRANT & COMBS, LLP
2525 West End Avenue, Suite 1500
Nashville, Tennessee 37203-1423
(615) 244-0020

*Counsel for Receivership Management, Inc.
Receiver of Sentinel Trust Company*

12-06-2006 11:22am From-LEWIS COUNTY CLERK AND MASTER

9317966017

T-729 P.004/004 F-431

CERTIFICATE OF SERVICE

This is to certify that on November 1, 2006 a copy of the foregoing Order has been sent by First Class U.S. Mail, postage paid, and also by facsimile as noted, to:

Janet M. Kleinfelter
Office of the Attorney General
Financial Division
425 5th Avenue North
P.O. Box 20207
Nashville, TN 37243

Donald Schwendimann
12 East Fourth Avenue
P.O. Box 366
Hohenwald, TN 38462
(via facsimile 931-796-5692)

Carrol D. Kilgore
Attorney at Law
95 White Bridge Road
Suite 509, Cavalier Building
Nashville, TN 37205-1427

Larry Stewart
Adams and Reese/Stokes Bartholomew
424 Church Street, Suite 2800
Nashville, TN 37219

David D. Peluso
P.O. Box 250
Hohenwald, TN 38462-0250

James S. Hereford, Jr.
310 W. College Street
P.O. Box 802
Fayetteville, TN 37334-0802

James S. Chase
John A. Decker
Hunton & Williams LLP
900 South Gay Street, Suite 2000
P.O. Box 951
Knoxville, TN 37901

Diana M. Thimmig
Roetzel & Andress
1375 East Ninth Street
One Cleveland Center, Ninth Floor
Cleveland, OH 44114

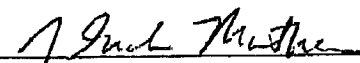
Lance Clouse
Chesser & Barr, P.A.
1201 Eglin Parkway (Shalimar)
Fort Walton Beach, FL 32579

James R. Fulmer
Fairview at Redstone Village
12000 Turnmeyer Drive
Huntsville, AL 35803

Jonathan S. Grout
Goldsmith, Grout & Lewis, P.A.
2160 Park Avenue North
Winter Park, FL 32789

Joel S. Hollingsworth, Esq.
General Counsel
Care Centers Management Group, Inc.
2020 Northpark, Suite 2F
Johnson City, TN 37604

This is also to certify that, on November 1, 2006, a copy of this Order has been sent to all current Niceville Bond Issue bondholders, according to the books and records of Sentinel Trust Company, either via facsimile transmission or via First Class Mail, postage prepaid.


J. Graham Matherne

45301539.2